

Company Name	ED Consulting Engineers, Inc.	Type of Labor Agreement(s)	DIRECT LABOR COST BREAKDOWN																	
Job Category	BEW (US)	Percentage of Base Wage	Percentage of Base Wage																	
Straight Time Labor Rate Calculation - 3rd Shift																			Category Total	
Labor Classification																			Category Total	
Base Wage																			Category Total	
Pacific Gas and Electric Company																			TOTAL CRAFT BILLING RATE	
ENTER PER HOUR AMOUNTS AND PERCENTAGE IN THIS ROW																				
Trade Price <sup>1</sup>																				
Hour Worked / Hours Paid																				
Base Pay																				
National Employee Benefits Fund (NEBF) %																				
Health & Welfare (HFW) %																				
National Employer Management Committee (NEMC) %																				
Apprentice Training Fund (ATC) %																				
W.S.A. %																				
Administrative Maintenance Fund (AMF) %																				
Overtime %																				
Annual Salary Timing																				
Payroll Taxes																				
Insurance																				
O.H. & Profit																				
Other 1																				
Fringe																				
Payroll																				
Insurance																				
O.H. & Profit																				
Other 2																				
TOTAL CRAFT BILLING RATE																				

# EXHIBIT 2

## Contract Change Order

This is Change Order ("CO") No. 6 to Contract No. 4400009221 dated November 11, 2014 between the below-named Contractor ("Contractor"), a California corporation, and Pacific Gas and Electric Company ("PG&E"), a California corporation with its headquarters located at 77 Beale Street, San Francisco, California 94105. Contractor shall perform all Work under this Contract, as amended by this Change Order, pursuant to and in accordance with the terms and conditions of the Contract.

Contractor's Legal Name:	E2 Consulting Engineers, Inc.	This Contract Change Order consists of 138 page(s).
Contractor's Address:	1900 Powell Street, STE 250 Emeryville, CA 94608	
Project Name:	Engineering, Technical, Consulting, Inspection and Project Management Services	
Job Location:	Various PG&E Locations throughout the Services Territory	

**CHANGES: The Parties hereby modify the Contract referenced above as follows:**

1. The parties agree that Contract No. 4400009221 dated November 11, 2014, is hereby amended and restated in its entirety and consists of this two-page cover sheet and the following:

- Attachment 1-Specific Conditions for Inspection Services (43 pages)
- 2. Attachment 2-General Conditions (51 pages)
- 3. Attachment 3- Pricing Sheet (6 pages)
- 4. Attachment 4- Discounts and Payment Terms (1 page)
- 5. Attachment 5-Specific Conditions for Project Management and Project Engineering Services (30 pages)
- 6. Attachment 6 - Letter of Credit (5 pages)

Upon signature of this CCO 6 by both parties, Contract No. 4400009221 and CCOs 1 through 5 shall be deemed to have been superseded and replaced in their entirety by this CCO 6.

2. Insurance shall be in accordance with Section 10 of the General Conditions and Payment Terms shall be in accordance with Section 6 of the General Conditions.
3. The term of the Contract No. 4400009221 is extended to November 30, 2019

**ATTACHMENTS: The following are attached to this Contract Change Order and incorporated hereby this reference.**

1. Attachment 1-Specific Conditions for Inspection Services	2. Attachment 2-General Conditions
3. Attachment 3- Pricing Sheet	4. Attachment 4- Discounts and Payment Terms
5. Attachment 5- Specific Conditions for Project Management and Project Engineering Services	
6. Attachment 6-Letter of Credit	

PRICING CHANGES:	Previous Total Contract Value:	The sum of all duly authorized Contract Work Authorizations
	Addition or Deduction:	The sum of all duly authorized Contract Work Authorizations
	Revised Total Contract Value:	The sum of all duly authorized Contract Work Authorizations

All other terms and conditions of the Contract, as it may have been amended by previous Contract Change Order(s), if any, shall remain the same.

**THE PARTIES, BY SIGNATURE OF THEIR AUTHORIZED REPRESENTATIVES, HEREBY AGREE TO THE TERMS OF THIS CONTRACT CHANGE ORDER.**

PACIFIC GAS AND ELECTRIC COMPANY		CONTRACTOR: E2 Consulting Engineers, Inc.	
Signature		Signature	
Name	Gun Sjim	Name	Blake Braswell
Title	Vice President	Title	President - Oil, Gas & Utilities Division
Date	4 - 5 - 17	Date	3/31/2017

**Attachment 3 - Pricing Sheet**



Category Name		Category Description		Category Type		Percentage of Base Wage												Category Total													
Job Agreement		Job Category		Job Type		Payroll Taxes						Insurance			OH & Profit		Other		Fringe				Fringe Total		Insurance		OH & Profit		Other		
<b>STRAIGHT TIME LABOR RATES CALCULATION - 3rd Shift</b>																															
Labor Classification	Base Wage	Fringe per hour worked	Fringe per hour paid	Total Fringe		Fringe Contributions						Payroll Taxes						Insurance			OH & Profit		Other		Category Total						
						National Employee Benefits Fund (NEBF) %	Health & Welfare (HEWF) %	Federal Lodging Allowance (FILA) %	Apportionment Fund (AFF) %	National Labor Management Cooperation Committee (NLGCC) %	National Faculty Coordinators Association (NFFCA) %	WLSAP %	Administrative Maintenance Fund (AMF) %	Days	Annual Safety Training	Other LB	Medicare (MSI) %	FUTA	SUTI	Other	WICPA	GL Ins EPJ	OH	Profit	Other 1	Other 2					
 Pacific Gas and Electric Company																															
<b>ENTER PER HOUR AMOUNTS AND PERCENTAGES IN THIS ROW</b>																															
						Double Fringe? No	No	No	No	No	No	No	No	No	No	No	Yes	100	100	100	100	100	100	100	100	100	100				
						Hours Worked/Year Worked	Hours Worked	Hours Worked	Hours Worked	Hours Worked	Hours Worked	Hours Worked	Hours Worked	Hours Worked	Hours Worked	Hours Worked	Hours Worked	Hours Worked	Hours Worked	Hours Worked	Hours Worked	Hours Worked	Hours Worked	Hours Worked	Hours Worked	Hours Worked	Hours Worked				
Senior Craft Inspector	\$65.17	TRUE	\$	\$42.00	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$14.25	\$	\$144.00	\$1.17	\$1.00	\$	\$1.00	\$	\$20.40	\$1.78	\$	\$14.25	\$0.40	\$1.00	\$28.75
Craft Inspector	\$177.50	TRUE	\$	\$42.00	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$14.25	\$	\$303.50	\$1.00	\$0.92	\$	\$1.00	\$	\$16.25	\$1.74	\$	\$14.25	\$0.40	\$0.92	\$42.75
Gas Quality Control Inspector	\$215.51	TRUE	\$	\$42.00	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$14.25	\$	\$324.51	\$1.00	\$0.95	\$	\$1.00	\$	\$17.25	\$1.71	\$	\$14.25	\$0.40	\$0.95	\$44.75
Gas Gas Inspector	\$104.93	TRUE	\$	\$42.00	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$14.25	\$	\$124.53	\$1.00	\$0.98	\$	\$1.00	\$	\$17.25	\$1.71	\$	\$14.25	\$0.40	\$0.98	\$116.75
Welding Inspector (S. Gas Inspector)	\$61.41	TRUE	\$	\$42.00	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$14.25	\$	\$124.51	\$1.00	\$0.95	\$	\$1.00	\$	\$17.25	\$1.71	\$	\$14.25	\$0.40	\$0.95	\$108.75
Utility Inspector Class 1 (Welding)	\$61.86	TRUE	\$	\$42.00	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$14.25	\$	\$124.51	\$1.00	\$0.95	\$	\$1.00	\$	\$17.25	\$1.71	\$	\$14.25	\$0.40	\$0.95	\$108.75
Utility Inspector/Gas Inspector	\$90.40	TRUE	\$	\$42.00	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$14.25	\$	\$124.51	\$1.00	\$0.95	\$	\$1.00	\$	\$17.25	\$1.71	\$	\$14.25	\$0.40	\$0.95	\$108.75
Measures and Control Mechanic	\$60.40	TRUE	\$	\$42.00	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$14.25	\$	\$124.51	\$1.00	\$0.95	\$	\$1.00	\$	\$17.25	\$1.71	\$	\$14.25	\$0.40	\$0.95	\$108.75
Gas Utility Mechanic	\$24.01	TRUE	\$	\$42.00	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$14.25	\$	\$124.51	\$1.00	\$0.95	\$	\$1.00	\$	\$17.25	\$1.71	\$	\$14.25	\$0.40	\$0.95	\$108.75
Gas Utility Worker	\$11.92	TRUE	\$	\$42.00	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$14.25	\$	\$124.51	\$1.00	\$0.95	\$	\$1.00	\$	\$17.25	\$1.71	\$	\$14.25	\$0.40	\$0.95	\$108.75
Field Control	\$12.01	TRUE	\$	\$42.00	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$14.25	\$	\$124.51	\$1.00	\$0.95	\$	\$1.00	\$	\$17.25	\$1.71	\$	\$14.25	\$0.40	\$0.95	\$108.75
Field Control 2	\$11.92	TRUE	\$	\$42.00	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$14.25	\$	\$124.51	\$1.00	\$0.95	\$	\$1.00	\$	\$17.25	\$1.71	\$	\$14.25	\$0.40	\$0.95	\$108.75
Quality Control Specialist	\$177.41	TRUE	\$	\$42.00	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$14.25	\$	\$124.51	\$1.00	\$0.95	\$	\$1.00	\$	\$17.25	\$1.71	\$	\$14.25	\$0.40	\$0.95	\$127.75
<b>DOUBLE TIME LABOR RATE CALCULATION - 3rd Shift</b>																															
Labor Classification	Base Wage	Fringe per hour worked	Fringe per hour paid	Total Fringe		Fringe Contributions						Payroll Taxes						Insurance			OH & Profit		Other		Category Total						
						National Employee Benefits Fund (NEBF) %	Health & Welfare (HEWF) %	Federal Lodging Allowance (FILA) %	Apportionment Fund (AFF) %	National Labor Management Cooperation Committee (NLGCC) %	National Faculty Coordinators Association (NFFCA) %	WLSAP %	Administrative Maintenance Fund (AMF) %	Days	Annual Safety Training	Other LB	Medicare (MSI) %	FUTA	SUTI	Other	WICPA	GL Ins EPJ	OH	Profit	Other 1	Other 2					
 Pacific Gas and Electric Company																															
<b>ENTER PER HOUR AMOUNTS AND PERCENTAGES IN THIS ROW</b>																															
						Double Fringe? No	No	No	No	No	No	No	No	No	No	No	Yes	100	100	100	100	100	100	100	100	100	100	100	100	100	
						Hours Worked/Year Worked	Hours Worked	Hours Worked	Hours Worked	Hours Worked	Hours Worked	Hours Worked	Hours Worked	Hours Worked	Hours Worked	Hours Worked	Hours Worked	Hours Worked	Hours Worked	Hours Worked	Hours Worked	Hours Worked	Hours Worked	Hours Worked	Hours Worked	Hours Worked	Hours Worked				
Senior Craft Inspector	\$65.17	TRUE	\$	\$42.00	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$14.25	\$	\$144.00	\$1.17	\$1.00	\$	\$1.00	\$	\$20.40	\$1.78	\$	\$14.25	\$0.40	\$1.00	\$18.40
Craft Inspector	\$177.50	TRUE	\$	\$42.00	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$14.25	\$	\$303.50	\$1.00	\$0.92	\$	\$1.00	\$	\$16.25	\$1.74	\$	\$14.25	\$0.40	\$0.92	\$42.75
Gas Quality Control Inspector	\$215.51	TRUE	\$	\$42.00	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$14.25	\$	\$324.51	\$1.00	\$0.95	\$	\$1.00	\$	\$17.25	\$1.71	\$	\$14.25	\$0.40	\$0.95	\$44.75
Gas Gas Inspector	\$104.93	TRUE	\$	\$42.00	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$14.25	\$	\$124.53	\$1.00	\$0.98	\$	\$1.00	\$	\$17.25	\$1.71	\$	\$14.25	\$0.40	\$0.98	\$116.75
Welding Inspector (S. Gas Inspector)	\$61.41	TRUE	\$	\$42.00	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$14.25	\$	\$124.51	\$1.00	\$0.95	\$	\$1.00	\$	\$17.25	\$1.71	\$	\$14.25	\$0.40	\$0.95	\$108.75
Utility Inspector Class 1 (Welding)	\$61.86	TRUE	\$	\$42.00	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$14.25	\$	\$124.51	\$1.00	\$0.95	\$	\$1.00	\$	\$17.25	\$1.71	\$	\$14.25	\$0.40	\$0.95	\$108.75
Utility Inspector/Gas Inspector	\$90.40	TRUE	\$	\$42.00	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$14.25	\$	\$124.51	\$1.00	\$0.95	\$	\$1.00	\$	\$17.25	\$1.71	\$	\$14.25	\$0.40	\$0.95	\$108.75
Measures and Control Mechanic	\$60.40	TRUE	\$	\$42.00	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$14.25	\$	\$124.51	\$1.00	\$0.95	\$	\$1.00	\$	\$17.25	\$1.71	\$	\$14.25	\$0.40	\$0.95	\$108.75
Gas Utility Mechanic	\$24.01	TRUE	\$	\$42.00	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$14.25	\$	\$124.51	\$1.00	\$0.95	\$	\$1.00	\$	\$17.25	\$1.71	\$	\$14.25	\$0.40	\$0.95	\$108.75
Gas Utility Worker	\$11.92	TRUE	\$	\$42.00	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$14.25	\$	\$124.51	\$1.00	\$0.95	\$	\$1.00	\$	\$17.25	\$1.71	\$	\$14.25	\$0.40	\$0.95	\$108.75
Field Control	\$12.01	TRUE	\$	\$42.00	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$14.25	\$	\$124.51	\$1.00	\$0.95	\$	\$1.00	\$	\$17.25	\$1.71	\$	\$14.25	\$0.40	\$0.95	\$108.75
Field Control 2	\$11.92	TRUE	\$	\$42.00	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$14.25	\$	\$124.51	\$1.00	\$0.95	\$	\$1.00	\$	\$17.25	\$1.71	\$	\$14.25	\$0.40	\$0.95	\$108.75
Quality Control Specialist	\$177.41	TRUE	\$	\$42.00	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$14.25	\$	\$124.51	\$1.00	\$0.95	\$	\$1.00	\$	\$17.25	\$1.71	\$	\$14.25	\$0.40	\$0.95	\$127.75

# EXHIBIT 3



**E2 Consulting Engineers, Inc.**  
1900 Powell Street, Suite 250  
Emeryville, CA 94608-1812  
[www.e2.com](http://www.e2.com)

May 16, 2017

Jana Browning  
Director, Sourcing  
Pacific Gas & Electric Company  
6121 Bollinger Canyon Road  
San Ramon, CA 94583

RE: MSA 4400009221 CCO 006 Rate Variance True Up request

Dear Jana,

Due to the extreme delay in processing our MSA 4400009221 CCO 006, E2 is respectfully requesting compensation for the rate differential between IBEW labor rates executed on CCO 006 and IBEW labor rates previously in effect. A brief history of the situation is below.

**CCO 005 Rate Variance True Up**

June 1, 2016, an annual IBEW labor rate increase went in to effect. E2 submitted the increased bill rates to PG&E May 26, 2016 to request a change order so we could begin billing with the new rates. E2 was initially told to bill using these new rates but was later asked that we not use them until MSA CCO 05 was fully executed. E2 *paid* the increased labor wages. E2 was *unable to bill* the increased labor rates.

In December 2016, MSA CCO 05 was fully executed and E2 submitted rate variance invoices January 20, 2017 totaling \$816,905.01 which were paid May 2, 2017.

**CCO 006 Rate Variance True Up**

Once CCO 05 was fully executed, CCO 006 began routing. This CCO incorporated IBEW bill rates submitted for the PG&E Pipeline Inspection Services RFP 57981 awarded April 2016. E2 worked closely with PG&E representatives, responding to every request including producing a Letter of Credit for the purpose of securing E2's performance obligations under the TCWA and related CWA's.

CCO 006 was fully executed April 5, 2017, clearing the path for contract funding and payment of E2's approximately \$4.9M in unbilled costs.

E2 is requesting compensation for the rate differential between rates approved on MSA CCO 006 and those previously invoiced. Total of \$1,031,159.00. We've attached detailed support and have accurately reflected the CCO 005 Rate Variance invoices previously paid.

We appreciate your attention to this matter and are available to discuss further if needed.

Thank you,

A handwritten signature in black ink that reads "Blake Braswell".

Blake Braswell  
President – Oil, Gas & Utilities Division  
E2 Consulting Engineers, Inc.  
[Blake.braswell@e2.com](mailto:Blake.braswell@e2.com)

# EXHIBIT 4



Pacific Gas and Electric Company  
6121 Bollinger Canyon Road  
San Ramon, CA 94583

December 3, 2018

Hi Barbara,

It looks like we've run into a few issues regarding your request:

- 1) **Timing issues.** In the proposed letter dated 16-May-2017, from Blake Braswell to Jana Browning, the requested time period spans 1-June-16 to 5-April-2017. However:
  - a. Change Order 2 was executed on 30-June-2015, incorporating the union rates.
  - b. Change Order 3 was executed on 25-Sept-2015, incorporating a 3<sup>rd</sup> shift for union crafts.
  - c. Change Order 4 was executed on 7-Dec-2015, updating non-union personnel.
  - d. Change Order 5 was executed on 22-Dec-2016, incorporating the union rates from 1-June-2016 through 31-May-2017. Therefore, the only gap is between 1-June-2016 and 22-Dec-2017, not from 1-June-16 to 5-April-2017.
- 2) **Wrong Billing Rates.** Per Section 3.2.3 the MSA, "Consultant's billing rates or fees stated in the Contract fee schedule shall not change during the term of the Contract without prior written approval by PG&E". Based on item #1, this means that the last authorized union rates were from Change Order 2 (1<sup>st</sup> and 2<sup>nd</sup> shift) and Change Order 3 (3<sup>rd</sup> shift). Hence the requested difference is from Change Order 2/3 to Change Order 5, not Change Order 5 to Change Order 6. This means, that in many cases, the rates that PG&E was billed exceeded the authorized rates.
- 3) **Billing Rates do not match the MSA rates.** In many instances, the MSA rates billed do not match the authorized rate. Moreover, the same people appear to be billing different rates. As examples:

Classification	Name	Hours Type	Date	Hourly Rate Billed	Approved Rate
Welding Inspector	Patrick Rhodes	Premium 2	12/1/2016	\$136.72	\$127.31
Welding Inspector	Patrick Rhodes	Premium 2	11/9/2016	\$145.46	\$127.31
Welding Inspector	Patrick Rhodes	Premium 2	11/5/2016	\$156.74	\$127.31
Utility Inspector Class I	Steven Sparks	Regular	7/1/2016	\$91.54	\$86.18
Utility Inspector Class I	Steven Sparks	Regular	11/28/2016	\$100.88	\$86.18



Pacific Gas and Electric Company  
6121 Bollinger Canyon Road  
San Ramon, CA 94583

Based on the above information:

Original Claim	Amount	Comments
Total Billed Amount	\$22,347,028.83	
Total Billed Based on CCO6	\$24,195,092.84	
Delta	-\$1,848,064.01	
Amount Previously Paid	\$816,905.01	
<b>Total</b>	<b>-\$1,031,159.00</b>	Amount Owed to E2

Revised Claim	Amount	Comments
Total Billed Amount	\$22,347,028.83	
Correct MSA Rate Based On Time of CCO	\$21,991,841.81	
Delta	\$355,187.02	
Amount Previously Paid	\$816,905.01	
<b>Total: Revised Claim</b>	<b>\$1,172,092.03</b>	

  

VOLUME DISCOUNT	2017 EOY	Rebate Owed
\$0 - \$20.09M annual spend – 0.50%		
\$20.1M - \$40.09M annual spend – 1.00%	\$39,789,622	\$397,896
\$40.1M - \$60.09M annual spend – 1.50%		
\$60.1M - \$80M annual spend – 1.75%		
More than \$80M annual spend – 2.00%		
<b>Sub-Total 2017</b>		<b>\$397,896</b>

  

	2018 YTD Nov 30 <sup>th</sup>	Rebate Owed
\$0 - \$20.09M annual spend – 0.50%		
\$20.1M - \$40.09M annual spend – 1.00%		
\$40.1M - \$60.09M annual spend – 1.50%	\$43,013,611	\$645,204
\$60.1M - \$80M annual spend – 1.75%		
More than \$80M annual spend – 2.00%		
<b>Sub-Total 2018</b>		<b>\$645,204</b>
<b>Total: Volume Discounts (2017 &amp; 2018)</b>		<b>\$1,043,100</b>

  

<b>Totals: Revised Claim + Volume Discounts</b>		
<b>Amount owed to PG&amp;E</b>		<b>\$2,215,192</b>

# **EXHIBIT 5**